

**UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Newport News Division**

In re: Marsh Hawk Golf Club, LLC,

Debtor.

Bankruptcy Case No. 10-50632
Chapter 11
(Jointly Administered)

NOTICE TO CREDITOR(S) OF AMENDMENT

NOTICE IS HEREBY GIVEN that Marsh Hawk Golf Club, LLC ("Marsh Hawk") and Ford's Colony Country Club, Inc. ("FCCC"), the "Debtors" in these jointly administered proceedings, have each amended their schedules and/or statement of financial affairs.

Marsh Hawk has amended its schedules as follows:

1. Schedule B (Personal Property) is amended to restate the amount in accounts receivable as of April 1, 2010 (the "Petition Date").
2. Schedule D (Secured Creditors) is amended to change the claim of **Prudential Industrial Properties, Inc. ("Prudential")** from undisputed to disputed as to value of collateral.
3. Schedule F (Unsecured Creditors) is amended to add **Prudential** as an unsecured creditor in an amount unknown
4. The Statement of Financial Affairs is amended to list litigation pending against Marsh Hawk as of the Petition Date.

FCCC has amended its schedules as follows:

1. Schedule B (Personal Property) is amended to restate the amount in accounts receivable as of the Petition Date.
2. Schedule G is amended to add certain executory contracts with **Realtec, Inc.**
3. The Statement of Financial Affairs is amended to add litigation pending against FCCC on the Petition Date.

A copy of the amendment is forwarded to you together with this notice.

Stephanie N. Gilbert (VSB #77140)
Ross C. Reeves (VSB #13628)
Willcox & Savage, P.C.
440 Monticello Avenue, Suite 2200
Norfolk, Virginia 23510
(757) 628-5500
Counsel for Marsh Hawk Golf Club
1-980019.1
08/09/2010

MARSH HAWK GOLF CLUB, LLC AND
FORD'S COLONY COUNTRY CLUB, INC.

By: /s/ Stephanie N. Gilbert
Of Counsel

Ross C. Reeves (VSB #13628)
Stephanie N. Gilbert (VSB #77140)
WILLCOX & SAVAGE, P.C.
440 Monticello Avenue, Suite 2200
Norfolk, Virginia 23510
(757) 628-5500
Counsel for Debtors

CERTIFICATION

I hereby certify that on this 10th day of August, 2010 a true and accurate copy of the foregoing was (a) electronically filed with the Clerk of the Court for the Eastern District of Virginia using the CM/ECF system, which thereby caused the above to be served electronically on all registered users of the ECF system that have filed notices of appearance in this matter and (b) mailed, by U.S. Mail, first class, postage prepaid to the following:

Debera F. Conlon
Office of the U. S. Trustee
200 Granby Street,
Room 625 Federal Bldg.
Norfolk, VA 23510
U.S. Trustee

Grant T. Stein
Alston & Byrd, LLP
One Atlantic Center
1201 West Peachtree St.
Atlanta, GA 30309-3424
*Counsel for Prudential Industrial
Properties, LLC, Creditor*

Karen M. Crowley
Crowley, Liberatore, & Ryan, P.C.
1435 Crossways Boulevard, Suite 300
Chesapeake, VA 23320
Counsel for Realtec, Inc.

Christian K. Vogel
LeClairRyan, A Professional
Corporation
951 East Byrd Street, 8th Floor
Richmond, VA 23219
*Counsel for Prudential Industrial
Properties, LLC, Creditor*

Realtec Incorporated
One Ford's Colony Drive
Williamsburg, VA 23188
Creditor

Gregory D. Stefan
United States Attorney's Office
101 W. Main Street, 8000 World Trade
Ctr.
Norfolk, VA 23510
*Counsel for the Internal Revenue
Service, Creditor*

William A. Gray
Sands Anderson
P.O. Box 1998
Richmond, VA 23218-1998
*Counsel for Performance Food Group
Co., LLC, Creditor*

John D. McIntyre
Wilson & McIntyre, PLLC
500 East Main Street, Suite 920
Norfolk, VA 23510
*Counsel for the Unsecured Creditors'
Committee*

Kelly Megan Barnhart
Roussos, Lassiter, Glanzer & Marcus,
PLC
580 E. Main St., Ste. 300
P.O. Box 3127
Norfolk, VA 23514-3127
*Counsel for Lennart & Annika NMN
Borgstrom, Creditor*

Prudential Industrial Properties
4221 Collections Center Drive
Lockbox 4221
Chicago, IL 60693
Creditor

Peter G. Zemanian
Zemanian Law Group
223 East City Hall Ave., Suite 201
Norfolk, VA 23510
*Counsel for Alphastaff, Coggin
Agronomic Solutions, Inc. and the Tom
Rash Company, Creditors*

Susan B. Tarley
1313 Jamestown Road, Suite 202
Williamsburg, VA 23185-3366
*Counsel for the Ford's Colony at
Williamsburg Homeowners
Association, Interested Party*

Tara L. Elgie
Hunton & Williams, LLP
Riverfront Plaza, East Tower
951 East Byrd Street
Richmond, VA 23219
*Counsel for Textron Financial Corp.,
Creditor*

Dennis T. Lewandowski
Kaufman & Canoles, P. C.
Post Office Box 3037
Norfolk, VA 23514
*Counsel for Robert W. Vaughan,
Creditor*

/s/ Stephanie N. Gilbert
Stephanie N. Gilbert

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
Newport News Division

In re Marsh Hawk Golf Club, LLC,

Debtor(s)

Case No.10-50632
(Jointly Administered)
Chapter 11

AMENDMENT COVER SHEET

Amendment(s) to the following petition, list(s), schedule(s) or statement(s) are transmitted herewith:

- ☐ Involuntary/Voluntary Petition [*Specify reason for amendment:* _____]
- ☐ Check if applicable: ☐ Soc. Sec. No. amended. [*If applicable: An original, signed Official Form 21 was mailed/hand-delivered to the Clerk's Office on _____**]
- ☐ Summary of Schedules (Includes Statistical Summary of Certain Liabilities and Related Data)
- ☐ Schedule A - Real Property
- ☒ Schedule B - Personal Property
- ☐ Schedule C - Property Claimed as Exempt
- ☒ Schedule D, E, or F, and/or List of Creditors or Equity Holders - **REQUIRES COMPLIANCE WITH LOCAL RULE 1009-1. (\$26.00 fee required if adding or deleting pre-petition creditors, changing amounts owed or classification of debt.)**
- ☒ Check applicable statement(s):
- ☒ Creditor(s) added ☐ Creditor(s) deleted
- ☒ Change in amounts owed or classification of debt
- ☐ No pre-petition creditors added/deleted, or amounts owed or classification of debt changed. [Docket: Amended Schedule(s) and/or Statement(s), List(s)-NO FEE)
- ☐ Post-petition creditors added (Schedule of Unpaid Debts)
- REMINDER: Conversion of Chapter 13 to Chapter 7 - only file Schedule of Unpaid Debts.**
- ☐ Schedule G - Executory Contracts and Unexpired Leases
- ☐ Schedule H - Codebtors
- ☐ Schedule I - Current Income of Individual Debtor(s)
- ☐ Schedule J - Current Expenditures of Individual Debtor(s)

[NOTE: The form "NOTICE TO CREDITOR(S) (RE AMENDMENT)" is still required when adding or deleting creditors.
* Amendment of debtor(s) Social Security Number requires that a hard copy of this cover sheet together with a completed Official Form 21 - Statement of Social Security Number(s) be submitted to the Clerk's Office for entry of the amended Social Security Number into the Court's database.]

- ☒ Statement of Financial Affairs
- ☐ Chapter 7 Individual Debtor's Statement of Intention
- ☐ Chapter 11 List of Equity Security Holders
- ☐ Chapter 11 List of Creditors Holding 20 Largest Unsecured Claims
- ☐ Disclosure of Compensation of Attorney for Debtor
- ☐ Other: _____

NOTICE OF AMENDMENT(S) TO AFFECTED PARTIES

Pursuant to Federal Rule of Bankruptcy Procedure 1009(a) and Local Rule 1009-1, I certify that notice of the filing of the amendment(s) checked above has been given this date to the United States Trustee, the trustee in this case, and to any and all entities affected by the amendment as follows: All parties listed on Exhibit A attached hereto.

Date: August 10, 2010

/s/ Stephanie N. Gilbert
State Bar No.: 77140
Willcox & Savage P.C.
Wells Fargo Center
440 Monticello Avenue, Suite 2200
Mailing Address: Norfolk, VA 23510
Telephone No.: (757) 628-5500

EXHIBIT A

Debera F. Conlon

Office of the U. S. Trustee
200 Granby Street,
Room 625 Federal Bldg.
Norfolk, VA 23510
U.S Trustee

Karen M. Crowley

Crowley, Liberatore, & Ryan, P.C.
1435 Crossways Boulevard, Suite 300
Chesapeake, VA 23320
Counsel for Realtec, Inc.

Realtec Incorporated

One Ford's Colony Drive
Williamsburg, VA 23188
Creditor

Gregory D. Stefan

United States Attorney's Office
101 W. Main Street,
8000 World Trade Ctr.
Norfolk, VA 23510
*Counsel for the Internal Revenue
Service, Creditor*

William A. Gray

Sands Anderson
P.O. Box 1998
Richmond, VA 23218-1998
*Counsel for Performance Food Group
Co., LLC, Creditor*

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Norfolk, VA 23510
*Counsel for the Unsecured Creditors'
Committee*

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*Counsel for Prudential Industrial
Properties, LLC, Creditor*

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*Counsel for Prudential Industrial
Properties, LLC, Creditor*

Prudential Industrial Properties

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Creditor

Peter G. Zemanian

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Norfolk, VA 23510
*Counsel for Alphastaff, Coggin
Agronomic Solutions, Inc. and the Tom
Rash Company, Creditors*

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Williamsburg, VA 23185-3366
*Counsel for the Ford's Colony at
Williamsburg Homeowners
Association, Interested Party*

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Riverfront Plaza, East Tower
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*Counsel for Textron Financial Corp.,
Creditor*

Kelly Megan Barnhart

Roussos, Lassiter, Glanzer & Marcus,
PLC

580 E. Main St., Ste. 300

P.O. Box 3127

Norfolk, VA 23514-3127

Counsel for Lemart & Annika NMN

Borgstrom, Creditor

Dennis T. Lewandowski

Kaufman & Canoles, P. C.

Post Office Box 3037

Norfolk, VA 23514

Counsel for Robert W. Vaughan,

Creditor

In re **Marsh Hawk Golf Club, LLC**Case No. **10-50632**

Debtor

SCHEDULE B - PERSONAL PROPERTY - AMENDED

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand				
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.				
3. Security deposits with public utilities, telephone companies, landlords, and others.				
4. Household goods and furnishings, including audio, video, and computer equipment.				
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.				
6. Wearing apparel.				
7. Furs and jewelry.				
8. Firearms and sports, photographic, and other hobby equipment.				
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.				
10. Annuities. Itemize and name each issuer.				

Sub-Total > **0.00**
(Total of this page)

3 continuation sheets attached to the Schedule of Personal Property

In re **Marsh Hawk Golf Club, LLC**Case No. **10-50632**

Debtor

SCHEDULE B - PERSONAL PROPERTY - AMENDED

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)				
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.				
13. Stock and interests in incorporated and unincorporated businesses. Itemize.				
14. Interests in partnerships or joint ventures. Itemize.				
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.				
16. Accounts receivable.		Member Accounts Receivable - Goods/Services	-	119,527.00
		Location: 240 Ford's Colony Drive, Williamsburg VA 23188		
		Member Initiation Fees (January, 2007 - present)	-	0.00
		Location: 240 Ford's Colony Drive, Williamsburg VA 23188		
		THIS ITEM HAS BEEN MOVED TO THE FORD'S COLONY COUNTRY CLUB, INC. BANKRUPTCY CASE (CASE NO. 10-50633)		
		Member Fees Receivable	-	0.00
		Location: 240 Ford's Colony Drive, Williamsburg VA 23188		
		THIS ITEM HAS BEEN MOVED TO THE FORD'S COLONY COUNTRY CLUB, INC. BANKRUPTCY CASE (CASE NO. 10-50633)		
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.				
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.				

Sub-Total > **119,527.00**
(Total of this page)

Sheet 1 of 3 continuation sheets attached
to the Schedule of Personal Property

In re **Marsh Hawk Golf Club, LLC**Case No. **10-50632**

Debtor

SCHEDULE B - PERSONAL PROPERTY - AMENDED

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.				
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.				
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.				
22. Patents, copyrights, and other intellectual property. Give particulars.				
23. Licenses, franchises, and other general intangibles. Give particulars.				
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.				
25. Automobiles, trucks, trailers, and other vehicles and accessories.				
26. Boats, motors, and accessories.				
27. Aircraft and accessories.				
28. Office equipment, furnishings, and supplies.				
29. Machinery, fixtures, equipment, and supplies used in business.				
30. Inventory.				
31. Animals.				

Sub-Total > **0.00**
(Total of this page)

Sheet **2** of **3** continuation sheets attached
to the Schedule of Personal Property

In re Marsh Hawk Golf Club, LLCCase No. 10-50632

Debtor

SCHEDULE B - PERSONAL PROPERTY - AMENDED
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
32. Crops - growing or harvested. Give particulars.				
33. Farming equipment and implements.				
34. Farm supplies, chemicals, and feed.				
35. Other personal property of any kind not already listed. Itemize.				

Sub-Total >	0.00
(Total of this page)	
Total >	119,527.00

Sheet 3 of 3 continuation sheets attached
to the Schedule of Personal Property

(Report also on Summary of Schedules)

In re **Marsh Hawk Golf Club, LLC**Case No. **10-50632**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS - AMENDED

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D, N A T U R E O F L I E N, A N D D E S C R I P T I O N A N D V A L U E O F P R O P E R T Y S U B J E C T T O L I E N	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M W I T H O U T D E D U C T I N G V A L U E O F C O L L A T E R A L	U N S E C U R E D P O R T I O N, I F A N Y
Account No. 5800965229			December 31, 2008					
Prudential Industrial Properti 4221 Collections Center Drive Lockbox 4221 Chicago, IL 60693			54-hole golf course and associated buildings; country club clubhouse Location: 240 Ford's Colony Drive, Williamsburg VA 23188 Disputed as to value of collateral			X	453,112.33	0.00
			Value \$ 25,275,805.89					
Account No.			54-hole golf course and associated buildings; country club clubhouse Location: 240 Ford's Colony Drive, Williamsburg VA 23188 Disputed as to value of collateral			X	17,046,200.00	0.00
Prudential Industrial Properti 4221 Collections Center Drive Lockbox 4221 Chicago, IL 60693	X							
			Value \$ 25,275,805.89					
Account No.								
			Value \$					
Account No.								
			Value \$					
Subtotal (Total of this page)							17,499,312.33	0.00
Total (Report on Summary of Schedules)							17,499,312.33	0.00

0 continuation sheets attached

In re **Marsh Hawk Golf Club, LLC**Case No. **10-50632**

Debtor

AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	Husband, Wife, Joint, or Community H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
Account No.							
Prudential Industrial Properti 4221 Collections Center Drive Lockbox 4221 Chicago, IL 60693		-					Unknown
Account No.							
Account No.							
Account No.							
Subtotal (Total of this page)							0.00
Total (Report on Summary of Schedules)							0.00

0 continuation sheets attached

United States Bankruptcy Court
Eastern District of Virginia, Newport News Division

In re Marsh Hawk Golf Club, LLC

Debtor(s)

Case No. 10-50632Chapter 11

STATEMENT OF FINANCIAL AFFAIRS - AMENDED

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of business

None
☐

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$8,065,762.00	2008 Operation of business
\$6,715,587.00	2009 Operation of business
\$1,366,400.00	2010 Operation of business

2. Income other than from employment or operation of business

None
☒

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
--------	--------

3. Payments to creditors

None

Complete a. or b., as appropriate, and c.

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
---------------------------------	----------------------	-------------	-----------------------

None

b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850*. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
GE Capital PO Box 802585 Chicago, IL 60680	January 14, 2010, January 25, 2010, February 24, 2010	\$26,121.84	\$0.00
Textron Financial Dept AT 40219 Atlanta, GA 31192	January 15, 2010	\$8,027.90	\$0.00
Dominion Virginia Power P.O. Box 26543 Richmond, VA 23219	January 27, 2010, February 25, 2010, March 18, 2010	\$22,144.73	\$0.00
VA Food 7422 Ranco Road PO Box 28010 Henrico, VA 23228	January 14, 2010, January 22, 2010, January 27, 2010, February 5, 2010	\$33,271.32	\$0.00
MGA Attn: Rick Jackson 109 Huntercombe Williamsburg, VA 23188	March 17, 2010	\$8,600.00	\$0.00
LGA-18 Attn: Kitt Ober 106 Clydeside Williamsburg, VA 23188	March 17, 2010	\$5,500.00	\$0.00
AlphaStaff, Inc. for regular payroll	January 6, 2010; January 21, 2010; February 5, 2010; February 19, 2010; March 3, 2010; and March 17, 2010	\$394,765.77	\$0.00

None

c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
See Attached		\$0.00	\$0.00

4. Suits and administrative proceedings, executions, garnishments and attachments

- None ☐ a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Prudential Industrial Properties, LLC v Ford's Colony Country Club, Inc., et al.	Application for appointment of receiver	Williamsburg, Virginia Circuit Court	Pending
Eadie v. Edgerton, et al. Case No. CL08-354	Property Damage Suit	Circuit Court for the City of Williamsburg/James City County, Virginia	Settlement Pending
Vaughan v. Marsh Hawk Golf Club, LLC and Ford's Colony Country Club, Inc. CL07-525	Personal Injury Suit	Circuit Court for the City of Williamsburg/James City County, Virginia	Settlement Pending

- None ☒ b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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5. Repossessions, foreclosures and returns

- None ☒ List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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6. Assignments and receiverships

- None ☒ a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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- None ☒ b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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7. Gifts

- None ☒ List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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8. Losses

- None ☒ List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case or **since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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9. Payments related to debt counseling or bankruptcy

- None ☐ List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Crowley, Liberatore & Ryan, P.C. 1435 Crossways Boulevard, Suite 300 Chesapeake, VA 23320	February 24, 2010, March 26, 2010	16,500.00
Willcox & Savage, P.C. One Commercial Place, Ste 1800 Attn: Ross C. Reeves, Esq. Norfolk, VA 23510	March 31, 2010	50,000.00

10. Other transfers

- None ☐ a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
See Attached		

- None ☒ b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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11. Closed financial accounts

- None ☒ List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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12. Safe deposit boxes

- None ☒ List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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13. Setoffs

- None ☒ List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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14. Property held for another person

- None ☐ List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
Dorothea M. Ford 324 Dogleg Drive Williamsburg, VA 23188	Artwork/Paintings Approximate Value: \$200,000.00	Clubhouse, 240 Fords Colony Drive, Williamsburg, Virginia 23188
Ladies Golf Association c/o Sue Snapp 104 Dornoch Williamsburg, VA 23188	Fees \$4,430.00	240 Ford's Colony Drive, Williamsburg, VA 23188

15. Prior address of debtor

- None ☒ If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
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16. Spouses and Former Spouses

- None ☐ If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

- None ☐ a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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- None ☐ b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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- None ☐ c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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18. Nature, location and name of business

- None ☐ a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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None ☐ b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

None ☐ a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS
Steve Dreybus
240 Ford's Colony Drive
Williamsburg, VA 23188

DATES SERVICES RENDERED
2008-2010

None ☐ b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME ADDRESS
Witt Mares **4801 Courthouse Street, #200**
Williamsburg, VA 23188

DATES SERVICES RENDERED
2008

None ☐ c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME
Steve Dreybus

ADDRESS
240 Ford's Colony Drive
Williamsburg, VA 23188

None ☐ d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS
Prudential Industrial Properties, LLC
c/o Prudential-Priac
4221 Collections Center Drive
Lockbox 4221
Chicago, IL 60693

DATE ISSUED
Monthly

20. Inventories

None

☐

a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY

INVENTORY SUPERVISOR

DOLLAR AMOUNT OF INVENTORY
(Specify cost, market or other basis)

February 28, 2010 and March 31, 2010 Mark Thomas

Food Inventory: \$26,384.00
Cost basis

February 28, 2010 and March 31, 2010 Joe Andreoli

Beer: \$6,815.00
Wine: \$285,545.00
Liquor: \$12,330.00

February 28, 2010 and March 31, 2010 TC. Sessoms

Golf Merchandise: \$124,321.00
Cost basis

None

☐

b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY

NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY
RECORDS

February 28, 2010 and March 31, 2010

Steve Dreybus
240 Ford's Colony Drive
Williamsburg, VA 23188

February 28, 2010 and March 31, 2010

Steve Dreybus
240 Ford's Colony Drive
Williamsburg, VA 23188

February 28, 2010 and March 31, 2010

Steve Dreybus
240 Ford's Colony Drive
Williamsburg, VA 23188

21 . Current Partners, Officers, Directors and Shareholders

None

☒

a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS

NATURE OF INTEREST

PERCENTAGE OF INTEREST

None

☐

b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS

TITLE

NATURE AND PERCENTAGE
OF STOCK OWNERSHIP

Marsh Hawk Holding, LLC
240 Ford's Colony Drive
Williamsburg, VA 23188

Member

100%

22 . Former partners, officers, directors and shareholders

None

☒

a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME

ADDRESS

DATE OF WITHDRAWAL

None

☒

b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS

TITLE

DATE OF TERMINATION

23 . Withdrawals from a partnership or distributions by a corporation

- None ☒ If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS
OF RECIPIENT,
RELATIONSHIP TO DEBTOR

DATE AND PURPOSE
OF WITHDRAWAL

AMOUNT OF MONEY
OR DESCRIPTION AND
VALUE OF PROPERTY

24. Tax Consolidation Group.

- None ☐ If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION
Ford's Colony Country Club, Inc.
Ford's Colony First Choice Realty

TAXPAYER IDENTIFICATION NUMBER (EIN)
56-1159737
58-2531756

25. Pension Funds.

- None ☒ If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND

TAXPAYER IDENTIFICATION NUMBER (EIN)

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date **August 10, 2010**

Signature **/s/ Mike Tiernan**
Mike Tiernan
on behalf of Marsh Hawk Holding, LLC

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571

Marsh Hawk Golf Club, LLC
 Bankruptcy Case No. 10-50632
 SOFA, Question 3(c).

<u>Creditor</u>	<u>Date of Payment</u>	<u>Amount Paid</u>	<u>Amount Owing</u>
First Choice Realty, Inc. -- shareholders are common to FCCC			
1. Ford's Colony Drive			
Williamsburg, Virginia 23188			
	4-17-09	\$797.79	\$0
	(invoice re: Endpoint License)		
	4-23-09	\$423.70	\$0
	(invoice re: Verizon)		
	4-30-09	\$26,000	\$0
	(invoice re: loan)		
	5-14-09	\$9,050	\$0
	(invoice re: membership Commissions)		
	6-26-09	\$246.85	\$0
	(invoice re: various)		
	10-30-09	\$5,090.20	\$0
	(invoice re: executive salaries, various)		
	11-11-09	\$10,000	\$0
	(invoice re: executive salaries)		
	12-9-09	\$15,000	\$0
	(invoice re: executive salaries)		
	1-7-10	\$6,500	\$0
	(invoice re: executive salaries)		
	1-20-10	\$1,281.23	\$0
	(invoice re: various)		
	1-20-10	\$10,000	\$0
	(invoice re: executive salaries)		
	2-11-10	\$10,000	\$0
	(invoice re: executive salaries)		
	3-11-10	\$5,000	\$0
	(invoice re: Xerox copier purchase)		
	3-31-10	\$10,000	\$0
	(invoice re: executive salaries)		

Ford's Colony Country Club – affiliate
240 Ford's Colony Drive
Williamsburg, Virginia 23188

4-8-09 (invoice re: \$18,000 loan)	\$18,000	\$0
5-5-09 (invoice re: \$16,000 loan)	\$16,000	\$0
5-22-09 (invoice re: \$10,000 loan)	\$10,000	\$0
6-11-09 (invoice re: \$8,000 loan)	\$8,000	\$0
7-30-09 (invoice re: \$9,500 loan)	\$9,500	\$0
9-10-09 (invoice re: \$11,000 advance)	\$11,000	\$0
10-8-09 (invoice re: \$6,000 advance)	\$6,000	\$0
10-29-09 (invoice re: \$25,000 advance)	\$25,000	\$0
12-2-09 (invoice re: \$17,200 advance; invoice re: \$10,000 advance)	\$27,200	\$0
12-29-09 (invoice re: \$5,500 advance)	\$5,500	\$0
1-14-09 (invoice re: \$12,000 advance)	\$12,000	\$0
1-27-09 (invoice re: \$4,000 advance)	\$4,000	\$0
1-29-09 (invoice re: \$2,000 advance)	\$2,000	\$0

Realtec Community Services, Inc. – shareholders are common to FCCC

100 Manchester Drive

Williamsburg, Virginia 23188

4-8-09 \$5,260.89
(invoice)

5-19-09 \$187.96

7-28-09 \$193.47

12-2-09 \$1,754.55
(invoice re: COBRA)

Realtec, Inc. – shareholder is common to FCCC

One Ford's Colony Drive

Williamsburg, Virginia 23188

4-23-09 \$245
(invoice)

9-10-09 \$662.28

1-20-10 \$603.77
(invoices re: flowers, personal property taxes)

1-28-10 \$3,756.15
(marketing salaries)

2-4-10 \$10,500
(invoice re: January-March parking lot lease payment)

3-31-10 \$3,500
(invoice re: April parking lot lease payment)

See also SOFA, question 10(a).

Techco, LLC – owned by a company (Ford's Colony Holdings, LLC) owned mostly by FCCC

1 Ford's Colony Drive

Williamsburg, Virginia 23188

11-13-09 \$10,000 \$0
(invoice re: loan repayment)

12-9-09 \$5,576 \$0
(invoice re: Mortar, Etc.)

Dorothea M. Ford – spouse of shareholder of FCCC

324 Dogleg Drive

Williamsburg, Virginia 23188

12-23-09 \$25,000 \$0
(invoice re: loan repayment)

12-28-09	\$65,000	\$0
(invoice re: loan repayment)		

Richard J. Ford – shareholder of FCCC
 1 Ford's Colony Drive
 Williamsburg, Virginia 23188

12-15-09	\$500	\$0
(invoice re: TV)		

Steve Dreybus – General Manager of Marsh Hawk Golf Club, LLC
 240 Ford's Colony Drive
 Williamsburg, Virginia 23188

1-7-10	\$205.41	\$0
(invoice re: food)		

2-4-10	\$824.70	\$0
(invoice re: chair/bench kits)		

2-11-10	\$387.56	\$0
(invoice re: supplies for benches)		

2-19-10	\$74	\$0
(invoice re: February 2010 advertisement)		

3-8-10	\$226.66	\$0
(invoice re: Duracard)		

3-17-10	\$111	\$0
(invoice re: March 2010 advertisement)		

Michael Tiernan – Executive Vice President of Ford's Colony Country Club, Inc.
 240 Ford's Colony Drive
 Williamsburg, Virginia 23188

9-25-10	\$1,049	\$0
(invoice re: reimbursement for purchase of merchandise)		

Larry Spielberg – prior General Manager of Marsh Hawk Golf Club, LLC

10-8-09	\$1,768.61	\$0
(invoice re: expert report)		

11-13-09	\$900	\$0
(invoice)		

Marsh Hawk Golf Club, LLC
Bankruptcy Case No. 10-50632
SOFA, Question 10(a).

In October, 2009, TowneBank made a \$250,000 loan to Marsh Hawk Golf Club, Inc., secured by a \$313,344 account receivable due from Marriott Ownership Resorts, Inc., in order to provide necessary cash for the Debtors in advance of a scheduled payment date in February. The receivable was paid and the note discharged in February, 2010.

As a condition to the loan, the Debtors agreed that \$50,000 of the account receivable proceeds would be transferred to reduce or collateralize a loan made by TowneBank to a non-debtor affiliate, Ford's Colony First Choice Realty, Inc. ("First Choice"). The transfer to or for the benefit of First Choice was booked as a reduction of a liability of the Debtors to another affiliate and therefore a payment to that entity by offset.

United States Bankruptcy Court
Eastern District of Virginia, Newport News Division

In re Marsh Hawk Golf Club, LLC

Debtor(s)

Case No. 10-50632

Chapter 11

AMENDED
DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the on behalf of Marsh Hawk Holding, LLC of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing document(s), consisting of 20 page(s), and that they are true and correct to the best of my knowledge, information, and belief.

Date August 10, 2010

Signature /s/ Mike Tiernan

Mike Tiernan

on behalf of Marsh Hawk Holding, LLC

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
Newport News Division

In re Ford's Colony Country Club, Inc.,

Case No.10-50633

Debtor(s)

Chapter 11

AMENDMENT COVER SHEET

Amendment(s) to the following petition, list(s), schedule(s) or statement(s) are transmitted herewith:

- ☐ Involuntary/Voluntary Petition [*Specify reason for amendment:* _____]
☐ Check if applicable: _____ Soc. Sec. No. amended. [*If applicable: An original, signed Official Form 21 was mailed/hand-delivered to the Clerk's Office on _____**]
☐ Summary of Schedules (Includes Statistical Summary of Certain Liabilities and Related Data)
☐ Schedule A - Real Property
☒ Schedule B - Personal Property
☐ Schedule C - Property Claimed as Exempt
☐ Schedule D, E, or F, and/or List of Creditors or Equity Holders - REQUIRES COMPLIANCE WITH LOCAL RULE 1009-1. (*\$26.00 fee required if adding or deleting pre-petition creditors, changing amounts owed or classification of debt.*) Check applicable statement(s):
☐ Creditor(s) added _____ Creditor(s) deleted _____
☐ Change in amounts owed or classification of debt _____
☐ No pre-petition creditors added/deleted, or amounts owed or classification of debt changed. [Docket: Amended Schedule(s) and/or Statement(s), List(s)-NO FEE)
☐ Post-petition creditors added (Schedule of Unpaid Debts)
☒ REMINDER: Conversion of Chapter 13 to Chapter 7 - only file Schedule of Unpaid Debts.
☐ Schedule G - Executory Contracts and Unexpired Leases
☐ Schedule H - Codebtors
☐ Schedule I - Current Income of Individual Debtor(s)
☐ Schedule J - Current Expenditures of Individual Debtor(s)

[NOTE: The form "NOTICE TO CREDITOR(S) (RE AMENDMENT)" is still required when adding or deleting creditors.

* Amendment of debtor(s) Social Security Number requires that a hard copy of this cover sheet together with a completed Official Form 21 - Statement of Social Security Number(s) be submitted to the Clerk's Office for entry of the amended Social Security Number into the Court's database.]

- ☒ Statement of Financial Affairs
☐ Chapter 7 Individual Debtor's Statement of Intention
☐ Chapter 11 List of Equity Security Holders
☐ Chapter 11 List of Creditors Holding 20 Largest Unsecured Claims
☐ Disclosure of Compensation of Attorney for Debtor
☐ Other: _____

NOTICE OF AMENDMENT(S) TO AFFECTED PARTIES

Pursuant to Federal Rule of Bankruptcy Procedure 1009(a) and Local Rule 1009-1, I certify that notice of the filing of the amendment(s) checked above has been given this date to the United States Trustee, the trustee in this case, and to any and all entities affected by the amendment as follows: All parties listed on Exhibit A attached hereto.

Date: August 10, 2010

/s/ Stephanie N. Gilbert

State Bar No.: 77140

Willcox & Savage P.C.

Wells Fargo Center

440 Monticello Avenue, Suite 2200

Mailing Address: Norfolk, VA 23510

Telephone No.: (757) 628-5500

American LegalNet, Inc.
www.FormsWorkflow.com

EXHIBIT A

Debera F. Conlon

Office of the U. S. Trustee
200 Granby Street,
Room 625 Federal Bldg.
Norfolk, VA 23510
U.S Trustee

Karen M. Crowley

Crowley, Liberatore, & Ryan, P.C.
1435 Crossways Boulevard, Suite 300
Chesapeake, VA 23320
Counsel for Realtec, Inc.

Realtec Incorporated

One Ford's Colony Drive
Williamsburg, VA 23188
Creditor

Gregory D. Stefan

United States Attorney's Office
101 W. Main Street,
8000 World Trade Ctr.
Norfolk, VA 23510
*Counsel for the Internal Revenue
Service, Creditor*

William A. Gray

Sands Anderson
P.O. Box 1998
Richmond, VA 23218-1998
*Counsel for Performance Food Group
Co., LLC, Creditor*

John D. McIntyre

Wilson & McIntyre, PLLC
500 East Main Street, Suite 920
Norfolk, VA 23510
*Counsel for the Unsecured Creditors'
Committee*

Grant T. Stein

Alston & Byrd, LLP
One Atlantic Center
1201 West Peachtree St.
Atlanta, GA 30309-3424
*Counsel for Prudential Industrial
Properties, LLC, Creditor*

Christian K. Vogel

LeClairRyan, A Professional
Corporation
951 East Byrd Street, 8th Floor
Richmond, VA 23219
*Counsel for Prudential Industrial
Properties, LLC, Creditor*

Prudential Industrial Properties

4221 Collections Center Drive
Lockbox 4221
Chicago, IL 60693
Creditor

Peter G. Zemanian

Zemanian Law Group
223 East City Hall Ave., Suite 201
Norfolk, VA 23510
*Counsel for Alphastaff, Coggin
Agronomic Solutions, Inc. and the Tom
Rash Company, Creditors*

Susan B. Tarley

1313 Jamestown Road, Suite 202
Williamsburg, VA 23185-3366
*Counsel for the Ford's Colony at
Williamsburg Homeowners
Association, Interested Party*

Tara L. Elgie

Hunton & Williams, LLP
Riverfront Plaza, East Tower
951 East Byrd Street
Richmond, VA 23219
*Counsel for Textron Financial Corp.,
Creditor*

Kelly Megan Barnhart

Roussos, Lassiter, Glanzer & Marcus,
PLC

580 E. Main St., Ste. 300

P.O. Box 3127

Norfolk, VA 23514-3127

Counsel for Lennart & Annika NMN

Borgstrom, Creditor

Dennis T. Lewandowski

Kaufman & Canoles, P. C.

Post Office Box 3037

Norfolk, VA 23514

Counsel for Robert W. Vaughan,

Creditor

In re Ford's Colony Country Club, Inc.Case No. 10-50633

Debtor

SCHEDULE B - PERSONAL PROPERTY - AMENDED

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand				
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.				
3. Security deposits with public utilities, telephone companies, landlords, and others.				
4. Household goods and furnishings, including audio, video, and computer equipment.				
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.				
6. Wearing apparel.				
7. Furs and jewelry.				
8. Firearms and sports, photographic, and other hobby equipment.				
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.				
10. Annuities. Itemize and name each issuer.				

Sub-Total > **0.00**
(Total of this page)

3 continuation sheets attached to the Schedule of Personal Property

In re Ford's Colony Country Club, Inc.Case No. 10-50633

Debtor

SCHEDULE B - PERSONAL PROPERTY - AMENDED

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)				
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.				
13. Stock and interests in incorporated and unincorporated businesses. Itemize.				
14. Interests in partnerships or joint ventures. Itemize.				
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.				
16. Accounts receivable.		Member Initiation Fees Receivable	-	69,725.00
		Location: 240 Ford's Colony Drive, Williamsburg VA 23188		
		Member Accounts Receivable - Monthly Dues	-	142,397.00
		Location: 240 Ford's Colony Drive, Williamsburg VA 23188		
		Member Fees Receivable	-	15,508.00
		Location: 240 Ford's Colony Drive, Williamsburg VA 23188		
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.				
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.				
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.				

Sub-Total > **227,630.00**
(Total of this page)

Sheet 1 of 3 continuation sheets attached
to the Schedule of Personal Property

In re Ford's Colony Country Club, Inc.Case No. 10-50633

Debtor

SCHEDULE B - PERSONAL PROPERTY - AMENDED
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.				
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.				
22. Patents, copyrights, and other intellectual property. Give particulars.				
23. Licenses, franchises, and other general intangibles. Give particulars.				
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.				
25. Automobiles, trucks, trailers, and other vehicles and accessories.				
26. Boats, motors, and accessories.				
27. Aircraft and accessories.				
28. Office equipment, furnishings, and supplies.				
29. Machinery, fixtures, equipment, and supplies used in business.				
30. Inventory.				
31. Animals.				
32. Crops - growing or harvested. Give particulars.				
33. Farming equipment and implements.				

Sub-Total > **0.00**
(Total of this page)

Sheet 2 of 3 continuation sheets attached
to the Schedule of Personal Property

In re Ford's Colony Country Club, Inc.Case No. 10-50633

Debtor

SCHEDULE B - PERSONAL PROPERTY - AMENDED
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
------------------	------------------	--------------------------------------	---	---

34. Farm supplies, chemicals, and feed.

35. Other personal property of any kind
not already listed. Itemize.

Sub-Total >	0.00
(Total of this page)	
Total >	227,630.00

(Report also on Summary of Schedules)

Sheet 3 of 3 continuation sheets attached
to the Schedule of Personal Property

In re **Ford's Colony Country Club, Inc.**Case No. **10-50633**

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES - AMENDED

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code,
of Other Parties to Lease or Contract

Description of Contract or Lease and Nature of Debtor's Interest.
State whether lease is for nonresidential real property.
State contract number of any government contract.

**Realtec Incorporated
One Ford's Colony Drive
Williamsburg, VA 23188**

**Agreement to admit members designated by
Realtec pursuant to prepaid memberships
purchased by Realtec**

United States Bankruptcy Court
Eastern District of Virginia, Newport News Division

In re Ford's Colony Country Club, Inc.

Debtor(s)

Case No. 10-50633Chapter 11

STATEMENT OF FINANCIAL AFFAIRS - AMENDED

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of business

None
☐

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$146,151.00	2008 Operation of business
\$49,821.00	2009 Operation of business
\$7,744.00	2010 Operation of business

2. Income other than from employment or operation of business

None
☒

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
--------	--------

3. Payments to creditors

None

Complete a. or b., as appropriate, and c.

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS
OF CREDITORDATES OF
PAYMENTS

AMOUNT PAID

AMOUNT STILL
OWING

None



b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850*. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR

DATES OF
PAYMENTS/
TRANSFERSAMOUNT
PAID OR
VALUE OF
TRANSFERSAMOUNT STILL
OWING

GE Capital
PO Box 802585
Chicago, IL 60680

January 14, 2010

\$6,966.30

\$49,079.00

None



c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND
RELATIONSHIP TO DEBTOR

DATE OF PAYMENT

AMOUNT PAID

AMOUNT STILL
OWING

See Attached

\$0.00

\$0.00

4. Suits and administrative proceedings, executions, garnishments and attachments

None



a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT
AND CASE NUMBER

NATURE OF PROCEEDING

COURT OR AGENCY
AND LOCATIONSTATUS OR
DISPOSITION

Vend Leasing Company v
Ford's Colony Country Club,
Inc.

Maryland

Judgment, 2009

Branch Banking & Trust
Company v Ford's Colony
Country Club, Inc.

Williamsburg, Virginia Circuit
Court

Pending

SunTrust Bank v Ford's
Colony Country Club, Inc.

Williamsburg, Virginia Circuit
Court

Judgment, 2009

Prudential Industrial
Properties, LLC v Ford's
Colony Country Club, Inc., et
al.

Application for appointment
of receiverWilliamsburg, Virginia Circuit
CourtOrder appointing receiver
entered on March 22, 2010

Case No. CL10000201-00

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

CAPTION OF SUIT AND CASE NUMBER National City Finance v Ford's Colony Country Club, Inc. Case No. 10 CVD 2249	NATURE OF PROCEEDING Motion for Judgment	COURT OR AGENCY AND LOCATION General County of Justice, District Court Division, Wake County, North Carolina	STATUS OR DISPOSITION Motion for Default Judgment Filed on April 6, 2010
Vaughan v. Ford's Colony Country Club, Inc. and Marsh Hawk Golf Club, LLC CL07-525	Personal Injury Suit	Circuit Court for the City of Williamsburg/James City County, Virginia	Settlement Pending

None ☐ b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
---	-----------------	--------------------------------------

5. Repossessions, foreclosures and returns

None ☐ List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
---	--	--------------------------------------

6. Assignments and receiverships

None ☐ a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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None ☐ b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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7. Gifts

None ☐ List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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8. Losses

- None ☒ List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case or since the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
--------------------------------------	--	--------------

9. Payments related to debt counseling or bankruptcy

- None ☐ List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
See SOFA for Marsh Hawk regarding retainer		

10. Other transfers

- None ☐ a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
See Attached		

- None ☒ b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
----------------------------------	---------------------------	---

11. Closed financial accounts

- None ☒ List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
---------------------------------	--	---------------------------------------

12. Safe deposit boxes

- None ☐ List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
---	---	----------------------------	--

13. Setoffs

- None ☐ List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
------------------------------	----------------	------------------

14. Property held for another person

- None ☐ List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
---------------------------	-----------------------------------	----------------------

15. Prior address of debtor

- None ☐ If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
---------	-----------	--------------------

16. Spouses and Former Spouses

- None ☐ If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

- None ☐ a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
-----------------------	--	-------------------	----------------------

- None ☒ b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
-----------------------	---------------------------------------	----------------	-------------------

- None ☒ c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
---------------------------------------	---------------	-----------------------

18. Nature, location and name of business

- None ☐ a. If the debtor is an individual, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

*If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.*

*If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.*

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
Marsh Hawk Holding, LLC	20-8014698	240 Ford's Colony Drive Williamsburg, VA 23188	Holding company	
Ford's Colony Holdings, LLC	20-3793190	240 Ford's Colony Drive Williamsburg, VA 23188	Holding Company	

- None ☒ b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

*(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)*

19. Books, records and financial statements

- None ☐ a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS
Steve Dreybus
240 Ford's Colony Drive
Williamsburg, VA 23188

DATES SERVICES RENDERED
2008-2010

- None ☐ b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME
Witt Mares

ADDRESS
4801 Courthouse Street, #200
Williamsburg, VA 23188

DATES SERVICES RENDERED
2008

- None ☐ c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME
Steve Dreybus

ADDRESS
240 Ford's Colony Drive
Williamsburg, VA 23188

- None ☐ d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS
Prudential Industrial Properties, LLC
c/o Prudential-Priac
4221 Collections Center Drive
Lockbox 4221
Chicago, IL 60693

DATE ISSUED
Monthly

20. Inventories

- None ☒ a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY

INVENTORY SUPERVISOR

DOLLAR AMOUNT OF INVENTORY
 (Specify cost, market or other basis)

- None ☒ b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY

NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY
 RECORDS

21 . Current Partners, Officers, Directors and Shareholders

- None ☒ a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS

NATURE OF INTEREST

PERCENTAGE OF INTEREST

- None ☐ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS
Richard J. Ford
240 Ford's Colony Drive
Williamsburg, VA 23188

TITLE

NATURE AND PERCENTAGE
 OF STOCK OWNERSHIP
20%

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
The Estate of Richard J. Ford, Jr. 240 Ford's Colony Drive Williamsburg, VA 23188		20%
Brian F. Ford 240 Ford's Colony Drive Williamsburg, VA 23188		20%
Mary F. Wilson 240 Ford's Colony Drive Williamsburg, VA 23188		20%
Kerry J. Ford 240 Ford's Colony Drive Williamsburg, VA 23188		20%

22 . Former partners, officers, directors and shareholders

None ☒ a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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None ☒ b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
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23 . Withdrawals from a partnership or distributions by a corporation

None ☒ If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
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24. Tax Consolidation Group.

None ☐ If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
Ford's Colony First Choice Realty	58-2531756

25. Pension Funds.

None ☒ If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
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DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date August 10, 2010

Signature /s/ Mike Tiernan
Mike Tiernan
Vice President

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571

Ford's Colony Country Club, Inc.
SOFA, Question 3(c):

<u>Creditor</u>	<u>Date of Payment</u>	<u>Amount Paid</u>	<u>Amount Owing</u>
First Choice Realty – shareholders are common to FCCC 1 Ford's Colony Drive Williamsburg, Virginia 23188	4-28-09 (invoice re: loan)	\$11,000	\$0

Ford's Colony Country Club, Inc.
Bankruptcy Case No. 10-50633
SOFA, Question 10(a)

FCCC has certain tax credits that it has transferred and/or sold in the 2-year period preceding the Petition Date:¹

In December, 2008, FCCC gave \$600,000 worth of tax credits to First Market Bank in exchange for a 1-year forbearance on a \$900,000 promissory note made by Realtec, Incorporated. This transaction was memorialized on FCCC's books as a \$600,000 receivable due from Realtec.

In 2009, FCCC gave \$655,000 worth of tax credits to C&F Bank in exchange for a forbearance on a loan to Ford's Colony Sports Club, LLC. This transaction was memorialized on FCCC's books as a \$655,000 receivable due from the Sports Club.

Also in 2009, FCCC sold \$500,000 worth of tax credits to C&F Bank for \$300,000. Realtec, Incorporated used the \$300,000 as operating cash. This transaction was memorialized on FCCC's book as a \$300,000 receivable due from Realtec.

In December 2009, FCCC gave \$30,000 worth of tax credits to Middle Peninsula Insurance Agency, which had paid approximately \$20,000 worth of insurance premiums for Realtec, Incorporated, in satisfaction of that debt. This transaction was memorialized on FCCC's books as a \$20,848 receivable due from Realtec.

¹ Note that each of these transfers is subject to a 3-year audit period.

**United States Bankruptcy Court
Eastern District of Virginia, Newport News Division**

In re Ford's Colony Country Club, Inc.

Debtor(s)

Case No. 10-50633

Chapter 11

**AMENDED
DECLARATION CONCERNING DEBTOR'S SCHEDULES**

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Vice President of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing document(s), consisting of 16 page(s), and that they are true and correct to the best of my knowledge, information, and belief.

Date August 10, 2010

Signature /s/ Mike Tiernan

Mike Tiernan
Vice President

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.